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REXALL DRUG, INC.
ANNUAL REPORT

Rexall

FOR THE YEAR
ENDED DECEMBER 31, 1953

REXALL'S FIFTY-YEAR HISTORY

During 1953, more than 10,000 independent druggists in the U.S. and Canada observed the Golden Anniversary of an unusual business partnership.

It started in 1902, when a group of U.S. druggists gathered in Boston to hear a 27-year-old drug salesman named Louis K. Liggett outline plans for a drug cooperative to make and distribute drugs and drugstore products exclusively to its members. Shortly after the Boston meeting, 40 druggists contributed $4000 each to capitalize the venture—originally known as United Drug Company.

In a small Boston plant that had served as a thread factory, Liggett started operations in March, 1903. An employee named Walter Jones Willson, later editor of the Company's dealer publication, *Ad-Vantages* — coined the name *Rexall* that was to identify the firm's products. Later it became the name of the Company itself — and the best known name in drugs.

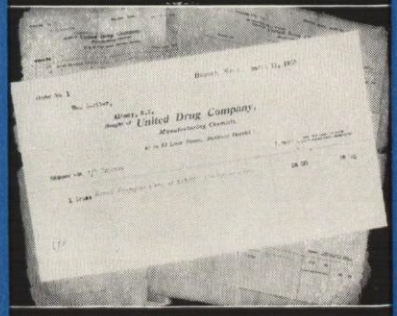
As the number of franchised dealers grew, they organized a network of Rexall clubs, which now include Rexall druggists in the U. S., Canada, British Isles and South Africa. Meanwhile, the small Boston plant developed into 11 manufacturing subsidiaries in the U. S. — nine of which supply the 5000 products in the Rexall line.

In addition to manufacturing resources, the modern Rexall druggist enjoys special purchasing facilities, year-round national advertising, and a Sales Promotion Service that provides display material for monthly and special sales events. Also at his service are Rexall's product development, packaging and store-planning departments.

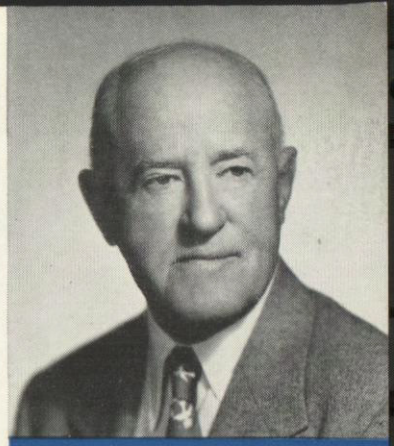
These are all practical expressions of Rexall's traditional policy — the idea that Rexall and its dealers are partners in an enterprise for mutual assistance and mutual profit.

Louis K. Liggett
founder of Rexall Drug Company

Rexall's First Plant
a converted thread factory



First Shipping Invoice
dyspepsia tablets



J. A. GALVIN
Chairman of the Board

J. W. DART
President

THE PRESIDENT'S LETTER

to the Stockholders of Rexall Drug, Inc.:

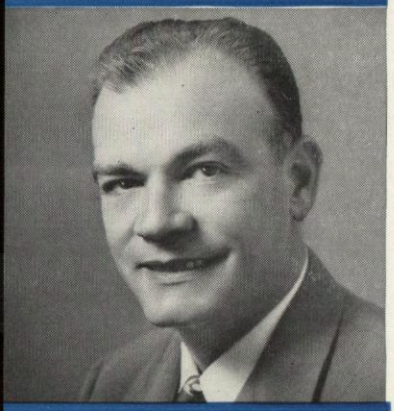
sales and earnings Consolidated net sales of your Company and its subsidiaries for 1953 were $189,243,671 as compared with $178,293,228 in 1952.

Consolidated net earnings amounted to $3,156,424 for the year ended December 31, 1953, or $0.90 per share on 3,501,120 shares, as compared with $1,960,275, before special charges and credits, or $0.56 per share on a similar number of shares in 1952.

The following simplified statement of earnings gives a comparison of the two years:

	1953	1952
We received from our customers for products sold.....	$ 189,243,671	$ 178,293,228
We spent or set aside for		
Purchase of materials, products and supplies and expenses of manufacturing, distribution and administration.....	133,204,429	127,164,955
Wages and salaries of employees.....	43,664,513	41,269,920
Local, State and Federal taxes.....	6,151,636	4,814,455
Interest on borrowed money.....	934,831	918,412
Wear and tear on plant and equipment.....	2,131,838	2,165,211
Making total expenses.....	$ 186,087,247	$ 176,332,953
Leaving net earnings for the year before special charges and credits of which there were none in 1953.....	$ 3,156,424	$ 1,960,275

ADÉ SCHUMACHER
President of Liggett Drug Company



H. C. BENDER
President of Owl Drug Co.

company-owned retail drug stores The following groups of retail drug stores were owned and in operation on December 31, 1953 and 1952 respectively:

	Number of Stores	
	1953	1952
Liggett Drug Company (including Liggett, Lane and Renfro stores in New England, eastern and southern states and Texas)	176	185
Owl Drug Co. (operating Owl stores in western states)	63	70
Total, United States	239	255
Louis K. Liggett Company, Ltd. (Dominion of Canada)	31	34
TOTAL	270	289

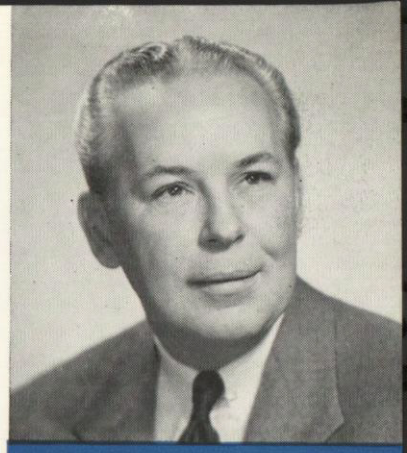
During 1953 we opened 4 stores and sold or closed 23, making a net reduction of 19 stores from the 289 stores in operation at December 31, 1952. Substantial remodelling or enlargement was completed in 14 stores during the year.

Total sales of our retail drug store divisions were lower for the year but average sales per store were slightly higher. Earnings improved substantially reflecting attainment of higher gross profit margins and better expense ratios.

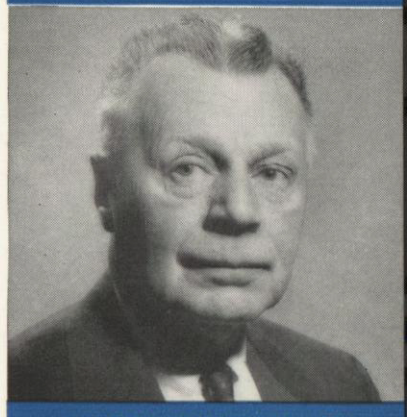
During 1954 we plan to open several new outstanding drug stores and we will continue to sell or close more of our lower volume stores. We anticipate somewhat lower gross profit margins next year due to general economic factors.

We continued to operate two combination drug and grocery stores during the year. Plans have been completed for a third store of this type to be located near Los Angeles, California, and it is expected to open in the latter part of 1954.

For two years we have been developing a new type of agency store — combining a Rexall Franchise with an Owl or Liggett Franchise arrangement. These independently-owned stores carry the same identification as our Company-owned stores, receive the same warehousing, merchandising, display and advertising service as our stores, and pay a reasonable service fee for this new franchise contract. These stores are located in the New England and New York areas in the East and in Central and Southern California in the West. At December 31, 1953 we had 116 stores with these new Retail Rexall Franchises and we



C. E. COOPER
Vice President in charge
Marketing Division



JAMES KNOWLES, JR.
Vice President in charge
Rexall Manufacturing

expect to substantially increase this number during 1954. A good part of the stores we dispose of under our store reduction program continue their association with the Company by means of Retail Rexall Franchises.

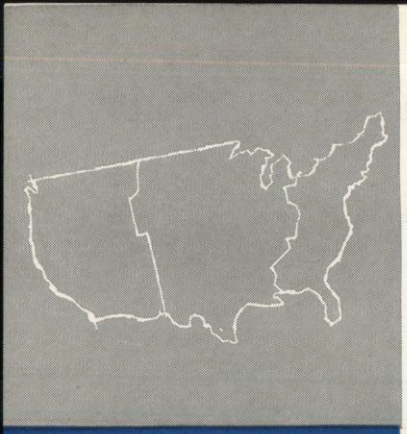
rexall trade-marked products The distribution of Rexall products to independently-owned retail drug stores in the United States and Canada has long been a factor in the retail drug industry. In recent years this business has been greatly accelerated and in 1953 more than 5,000 Rexall products were being sold to druggists in practically every county in the United States and in every province in Canada. The following is a summary of these Rexall Franchise Stores as of December 31, 1953 and 1952:

	Number of Rexall Franchise Stores	
	1953	1952
Eastern Division—Boston, Massachusetts (New England, Eastern and Southern States).....	4,356	4,238
Central Division—St. Louis, Missouri (Middle Western and South Eastern States).....	4,503	4,353
Western Division—Los Angeles, California (Pacific Coast and Western States).....	1,242	1,193
Total, United States	10,101	9,784
Rexall Drug Company, Ltd.—Toronto, Canada (Dominion of Canada).....	1,399	1,368
TOTAL	11,500	11,152

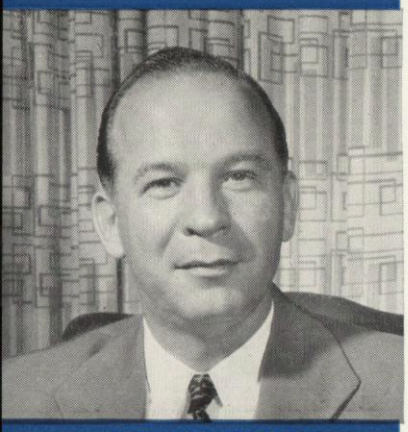
Manufacturing plants making only Rexall products are located in Boston, Massachusetts, St. Louis, Missouri, and Toronto, Canada and twelve warehouses in the United States and Canada handle distribution to Rexall Dealers.

There is an ever increasing public response to Rexall's national advertising as proven by the outstanding sales achieved in 1953. Plans for 1954 include a further expansion of this program in line with expectation of increased sales. The graph (on following page) shows the growth of Rexall's use of national magazine space over a number of years and the program for 1954.

This national advertising program is unusual in character, in that it is a cooperative venture with total costs being shared equally between Rexall and the Rexall Agents.

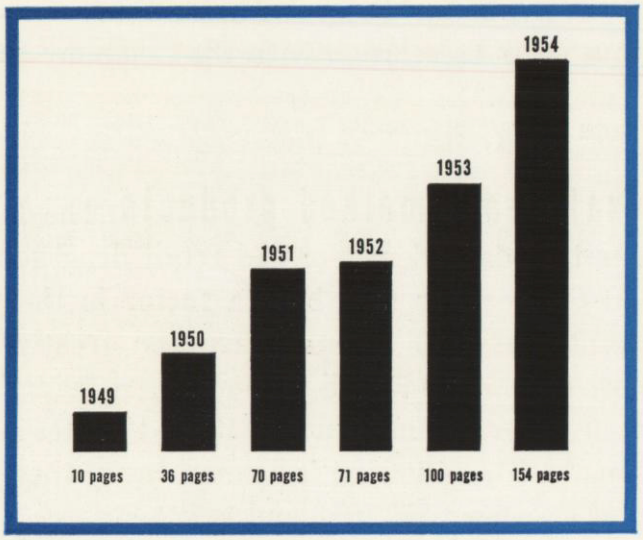


Rexall Sales Divisions in U.S.



A. T. CARITHERS
Vice President in charge
Eastern Division

INCREASE IN REXALL MAGAZINE ADVERTISING 1949-1954



Super-markets and other non-drug store outlets continue to obtain an increasing percentage of business in products traditional to drug stores. Our Rexall Franchise, with its many advantages and services to the independent druggist, offers the best available means of keeping drug business in the hands of druggists. Factual support of our firm belief in this statement is given in the results of a survey by the A. C. Nielsen Company, analysts of the food and drug trades, as to who gets the retail drug business of the country. It showed that Rexall drug stores had an increase of 12% in total sales through the first ten months of 1953 in comparison with the same period of 1952, whereas the increase for all non-Rexall stores was only 3%.

Supplementing our present identification program, we will intensify our efforts in 1954 to obtain uniform identification of Rexall drug stores throughout the United States and Canada. The new, low-cost store signs introduced in 1953 will materially help in achieving this objective. Accomplishment of uniform identification will considerably increase the effectiveness of Rexall's advertising and merchandising activities.

G. H. DAVIS
Vice President in charge
Central Division

R. I. CRANE
Vice President in charge
Western Division

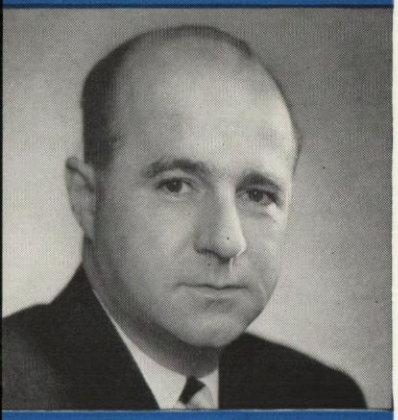
After conferring with Rexall druggists in various parts of the United States, we have agreed upon a set of Rexall store standards which will be used, starting in 1954, to designate Honor Stores in the Rexall group. These standards are:

1. Identify your store with the new, low cost orange and blue Rexall sign.
2. Feature your Prescription Department.
3. Tie in with Rexall's national advertising.
4. Sell Rexall products aggressively.
5. Run an alert, well-merchandised store, with Rexall products prominently displayed at all times.
6. Run a clean, orderly, well-lighted store.
7. Run a friendly, courteous store, dedicated to the service of the medical profession and to the health and welfare of your community.

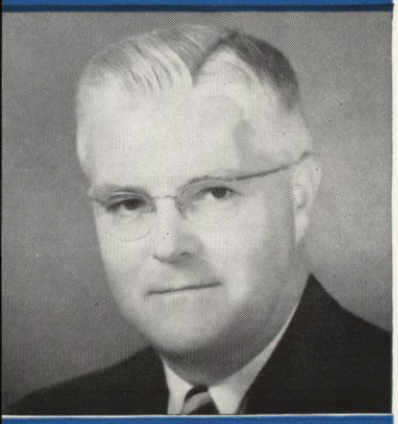
When a store has been judged to have accomplished these standards in its everyday operations, it will be recorded as an Honor Store, and the Rexall druggist will be given a plaque and other awards to be used in identifying his store as one of the Rexall Honor Store group.

The sales objective for 1953, our Golden Anniversary Year, was a 15% increase over 1952. This objective was exceeded. Earnings were also higher.

F. T. LANE
Vice President in charge
Rexall Manufacturing Subsidiaries



E. E. ALDRICH
Manager, Rexall Boston Plant



A. R. GOW
President, Seamless Rubber Company

manufacturing subsidiaries Our division of wholly-owned manufacturing subsidiaries is composed of seven companies, each of which operates as a separate unit:

THE SEAMLESS RUBBER COMPANY
New Haven, Connecticut

This is the largest and most important company in this group—its yearly production of surgeons' gloves being the largest in the country. Other products include household and hospital rubber goods, adhesive bandages, sporting goods and industrial tapes.

THE ABSORBENT COTTON COMPANY
Valley Park, Missouri

Manufactures first aid and hospital supplies.

UNITED COTTON PRODUCTS COMPANY
Fall River, Massachusetts

Processes special cotton fabrics used in the abrasive industry.

EASTERN TABLET CORPORATION
Albany, New York

Creates a complete line of stationery and school supplies.

HUDSON VALLEY PURE FOOD COMPANY
Highland, New York

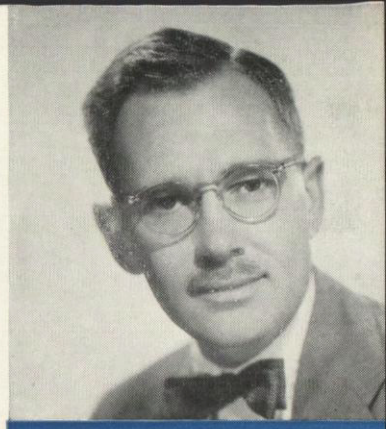
Manufactures fountain syrups, flavors, fruit concentrates, and grape and apple juices.

MANSFIELD CHOCOLATE COMPANY
Mansfield, Massachusetts

Makes candy products and chocolate coatings.

FRANKLIN HOSIERY MILLS
Williamsport, Pennsylvania

Weaves a complete line of hosiery for women.



G. L. MAISON, M.D.
President, Riker Laboratories, Inc.

Sales for this group were slightly higher for the year and earnings increased over the preceding year. Prospects for the Manufacturing Division in 1954 are favorable but will be affected by general business conditions.

riker laboratories, inc. The progress of our ethical drug manufacturing division, Riker Laboratories, Inc., has been encouraging.

Riker specialties are not advertised to the public. They are available to the patient only by prescription from the physician and are obtained by the druggist from the drug wholesaler. Wide acceptance by the medical profession reflects the fact that Riker has provided a preparation of notable safety and efficacy for every type of high blood pressure:

For the mild to moderate cases	TABLETS RAUWILOID
For the moderate to severe cases	TABLETS RAUWILOID+VERILOID
For the intractable and rapidly advancing cases	TABLETS RAUWILOID+HEXAMETHONIUM
For cases in crisis	SOLUTION INTRAVENOUS VERILOID OR SOLUTION INTRAMUSCULAR VERILOID

Another release during 1953 was Solution Intravenous Calcium Disodium Versenate, the first agent capable of safely reducing lead accumulation in human beings and animals and relieving the effects of this poisoning.

In previous reports to stockholders it was indicated that profitable operations by Riker were not expected until late in 1954. We are pleased to report that Riker produced a profit in 1953 and we believe it will show improvement in sales and earnings in 1954.

We have now completed the second full year of operation of Riker

MORTON EDELL
President, V.C.A. Laboratories

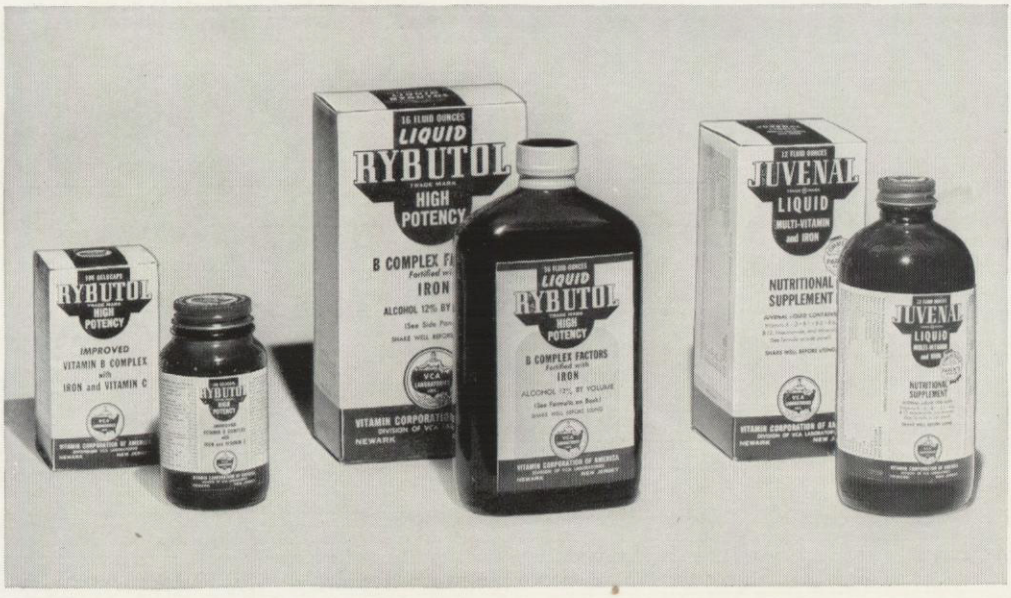
Laboratories Limited, a wholly owned English subsidiary, distributing Riker and other ethical drug products in Great Britain. This company has grown rapidly, is profitable, and future prospects for sales and earnings are good. Its operations are not consolidated with our American and Canadian results and are being financed wholly by funds available from past and present operations in Great Britain.

We have recently started a Riker division in our wholly owned African subsidiary, located at Port Elizabeth, South Africa.

v. c. a. laboratories Acquired in September, 1952, this open market manufacturer and distributor of proprietary vitamin products is a fifth division in the Rexall group. Its principal vitamin product is Rybutol (vitamin B complex). Other vitamin preparations include Juvenal, a liquid vitamin for children, and Liquid Rybutol.

These products are available in drug stores throughout the United States and Canada. Backed by national and local advertising and an aggressive sales force, these products enjoy wide acceptance.

V. C. A. had no earnings in 1953 and, therefore, no payments were required on the balance of the purchase price of this company, which balance is payable only if V. C. A. has future earnings after taxes. We anticipate improvement in 1954.



financial position Following is a comparative statement in summary form of principal balance sheet items:

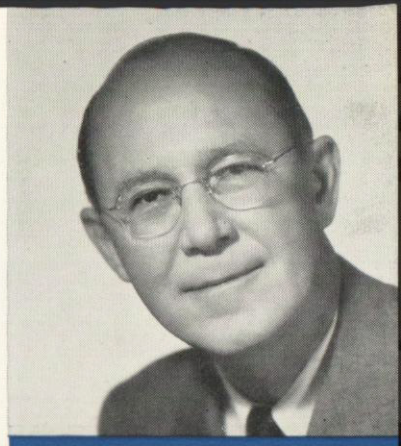
	December 31	
	1953	1952
CURRENT ASSETS:		
Cash (including short term marketable securities)	$ 12,592,648	$ 10,011,775
Receivables—less reserve	15,130,204	12,849,299
Inventories of merchandise, partly finished stocks, materials and supplies	37,225,400	38,246,630
Total Current Assets	$ 64,948,252	$ 61,107,704
CURRENT LIABILITIES:		
Accounts payable	$ 8,523,646	$ 9,041,143
Accrued wages, salaries and taxes thereon	3,168,671	2,514,807
Other accrued expenses	2,589,761	2,429,412
Current installments of long term indebtedness	1,748,954	1,504,725
Estimated Federal and Canadian taxes on income	4,088,982	2,594,896
Total Current Liabilities	$ 20,120,014	$ 18,084,983
Net Working Capital	$ 44,828,238	$ 43,022,721
Investments, advances and noncurrent receivables	3,336,215	3,197,911
Property Accounts	20,439,758	21,223,911
Prepaid expenses and deferred charges	637,413	886,338
Goodwill and trademarks	1	1
Total	$ 69,241,625	$ 68,330,882
Less—Real estate obligations	1,355,635	1,216,531
Other long term indebtedness	23,237,500	24,927,500
Stockholders' Equity	$ 44,648,490	$ 42,186,851

The stockholders' equity, shown above, increased from $12.05 per share at the end of 1952 to $12.75 per share at the end of 1953.

Under the various trust indentures covering our long term debt, we are required to make fixed yearly principal payments of $1,425,000, plus contingent payments equal to one-third of any annual net income in excess of $2,500,000 and an additional 7% of any excess over $2,850,000. Under the above provisions, we will be required to make principal payments of $1,690,000 in 1954, equivalent to $0.48 per share. The principal of our long term real estate obligations is also reduced by regular yearly payments.

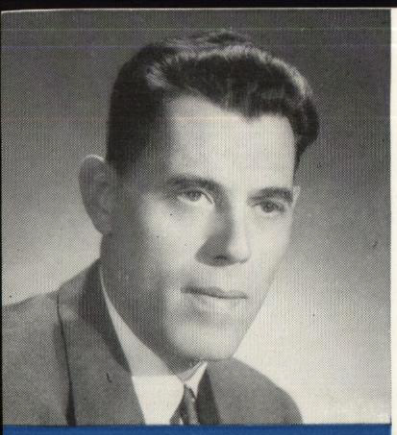
Capital expenditures during 1953 were less than our aggregate provision for depreciation and amortization as to properties and facilities.

Receivables were higher due principally to the increased sales of the Rexall division. Cash increased substantially.

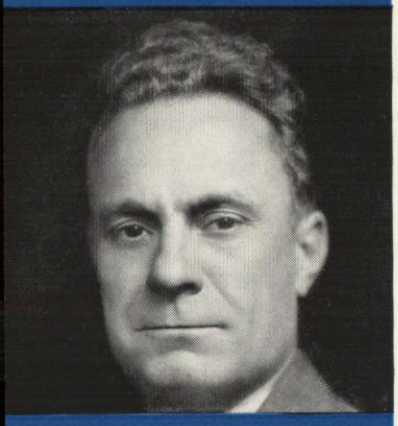


W. T. LILLIE
Vice President and Treasurer

R. J. DREWS
Controller



R. F. HALLETT
Vice President and General Counsel



H. E. PRICE
Secretary and Assistant Treasurer

Inventories of $37,200,000 were lower. Their make-up at the year end was approximately as follows: raw materials, $5,300,000, goods in process, $2,800,000, finished goods — retail companies, $16,400,000, finished goods — other companies, $12,200,000 and supplies, $500,000.

dividends A dividend of $700,224 or $0.20 per share was paid to stockholders on December 9, 1953. This compares with $525,018 or $0.15 per share paid in December, 1952.

This dividend of $0.20 per share plus the $0.48 per share which we will be obligated to pay on long term debt based on 1953 earnings, makes a total of $0.68 per share. Thus we retain in the business for expansion and additional working capital, $0.22 per share or $770,000, out of the $0.90 per share earned.

summary of outlook We are continuing our long range plan of diversification.

The number of Company-owned retail drug stores will be further reduced.

We are concentrating efforts on building the Rexall division (the sale of Rexall drug products to Rexall druggists) through our steadily increasing national advertising and merchandising program.

We are emphasizing the development of our manufacturing division.

We are planning for progressive growth and development of our new ethical division, Riker Laboratories, in the United States, Canada, Great Britain and South Africa.

Through the medium of V. C. A. Laboratories we are endeavoring to establish a position in the open market with vitamins and other proprietary drug products.

conclusion You have an investment in the thousands of Rexall consumer products that are available in Rexall drug stores everywhere. Buy these products at your nearby Rexall store.

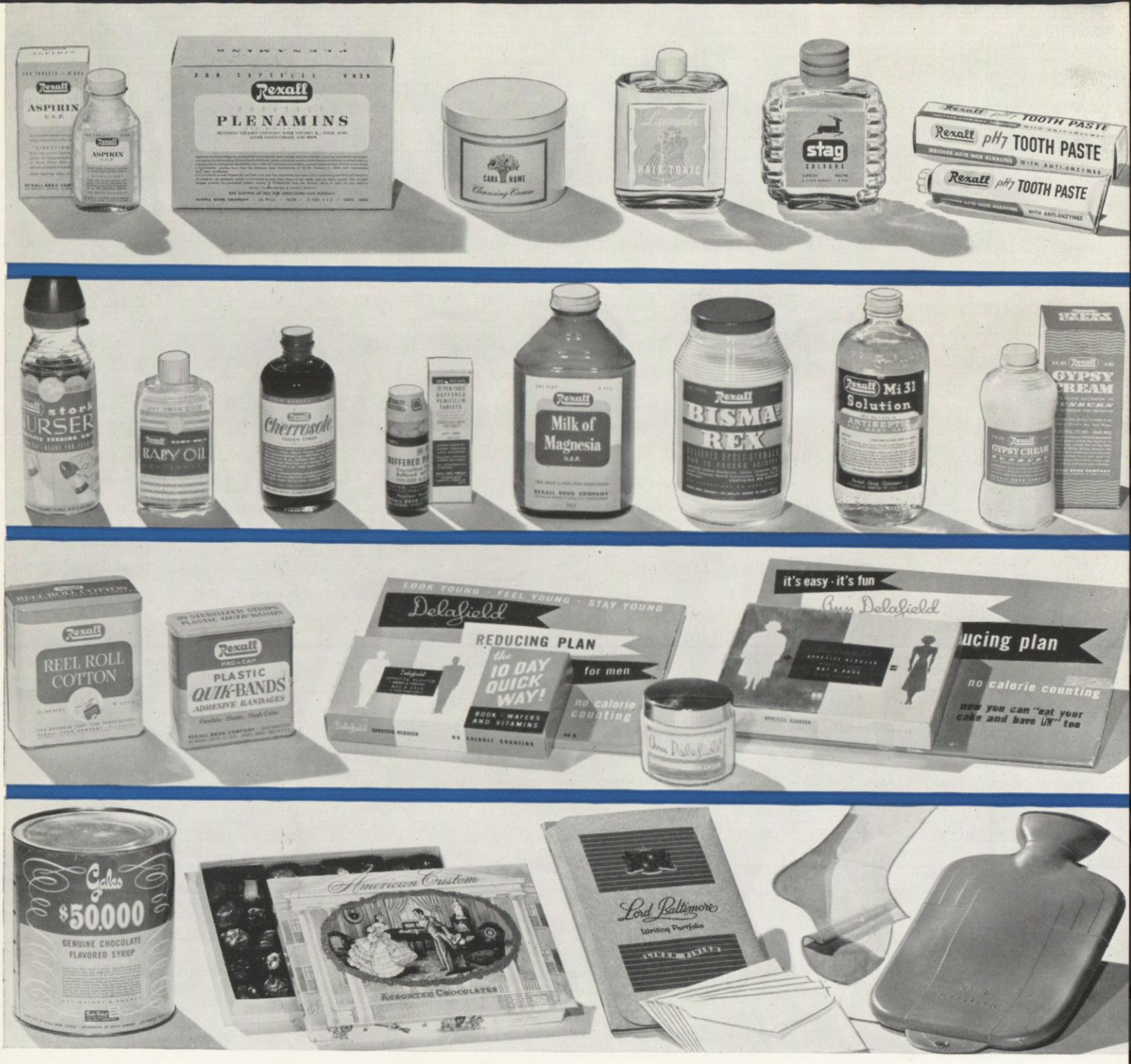
We urge you to exercise your voting rights and to mail your proxy as speedily as possible in case you cannot be present in person at the Stockholders' Meeting.

Respectfully submitted,

Justin Dart

March 17, 1954

J. W. Dart, President



some of the products rexall makes and sells The combined production facilities of your Company's two basic manufacturing units and seven subsidiary manufacturing companies provide a very complete line of drug, toiletry and drug sundries merchandise. Coupled with items supplied by other manufacturers, Rexall sells to its franchise dealers approximately 5,000 different products. As a stockholder, you should regularly buy and use the many household drug, toiletry and sundry items sold at Rexall drug stores everywhere.

INDEPENDENT AUDITORS REPORT

REXALL 1953

PRICE WATERHOUSE & CO.

530 WEST SIXTH STREET
LOS ANGELES 14

March 4 1954

To the Board of Directors of

Rexall Drug, Inc.:

In our opinion, the accompanying statements present fairly the financial position of Rexall Drug, Inc. and its subsidiary companies at December 31 1953 and the results of their operations for the year then ended, in conformity with generally accepted accounting principles applied on a basis consistent with that of the preceding year. Our examination of such statements was made in accordance with generally accepted auditing standards and accordingly included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances.

Price Waterhouse & Co.

REXALL DRUG, INC.

And its United States and Canadian Subsidiaries

REXALL 1953

consolidated statement of earnings and earnings retained and used in the business

	1953	1952
Sales, less returns, allowances and discounts	$189,243,671	$178,293,228
Cost of sales, selling, distribution, promotional and administrative expenses, etc.	(179,720,578)	(171,249,330)
Depreciation	(2,131,838)	(2,165,211)
Interest on indebtedness	(934,831)	(918,412)
Provision for Federal and Canadian taxes on income	(3,300,000)	(2,000,000)
Net Earnings for Year	$ 3,156,424	$ 1,960,275
Special items (none in 1953): Write-off of goodwill resulting from acquisition of V.C.A. Laboratories		(150,014)
Provision to reserve for miscellaneous investments to state them at cost or approximate book value whichever lower		(440,000)
Restoration of provisions for prior years' Federal income taxes no longer required		600,000
Net earnings for year and special items	$ 3,156,424	$ 1,970,261
Earnings retained and used in the business at beginning of year	22,797,821	21,352,578
Dividends paid—20c per share in 1953, 15c per share in 1952	(700,224)	(525,018)
Earnings retained and used in the business at close of year	$ 25,254,021	$ 22,797,821

REXALL DRUG, INC.* AND ITS UNITED

Consolidated Balance Sheets

assets

	1953	1952
current assets		
Cash in banks and on hand	$12,176,245	$ 9,736,775
Marketable securities, longest maturity July 1954, at cost (market quotations, approximately $425,000 in 1953 and $275,000 in 1952)	416,403	275,000
Accounts and notes receivable, less estimated losses in collection—		
Customers	13,335,714	10,823,989
Others	1,794,490	2,025,310
Inventories of merchandise, partly finished stocks, materials and supplies—at cost or market whichever lower	37,225,400	38,246,630
Total Current Assets	$64,948,252	$61,107,704
investments, advances and noncurrent receivables		
Investments in and advances to wholly owned English and South African subsidiaries not consolidated (net assets of these subsidiaries were $834,000 at December 31, 1953)	$ 334,168	$ 336,239
Miscellaneous investments, at cost less reserve	1,374,574	1,428,174
Noncurrent receivables, advances and deposits	1,627,473	1,433,498
	$ 3,336,215	$ 3,197,911
property accounts, at cost:		
Land, buildings and building fixtures	$11,748,942	$11,617,495
Machinery and equipment	14,123,241	13,693,813
Store fixtures, leaseholds and improvements	15,620,003	16,264,313
	$41,492,186	$41,575,621
Less—Accumulated depreciation	21,052,428	20,351,710
	$20,439,758	$21,223,911
deferred charges		
Insurance, taxes, rent and other prepaid items	$ 588,652	$ 828,649
Unamortized discount and expense on long term indebtedness	48,761	57,689
	$ 637,413	$ 886,338
goodwill and trademarks	$ 1	$ 1
	$89,361,639	$86,415,865

*Incorporated in Delaware

No amounts have been included in the financial statements in respect of claims seeking partial recovery of Federal excess profits taxes. The claims filed in 1953 are based on a contention that the excess profits credits should be increased for the years 1940 to 1945, inclusive.

STATES AND CANADIAN SUBSIDIARIES

December 31, 1953 and December 31, 1952

liabilities

	1953	1952
current liabilities		
Accounts payable	$ 8,523,646	$ 9,041,143
Accrued wages, salaries and taxes thereon	3,168,671	2,514,807
Other accrued expenses	2,589,761	2,429,412
Current instalments of long term indebtedness	1,748,954	1,504,725
Estimated Federal and Canadian taxes on income for current and prior years	4,088,982	2,594,896
Total Current Liabilities	$20,120,014	$18,084,983
long term indebtedness, less current instalments shown above:		
Bank loans due to May 1956	$ 37,500	$ 287,500
Sinking fund debentures, 3¾% due 1961, authorized and issued $2,500,000	1,300,000	1,500,000
Sinking fund debentures, 3% due 1965, authorized and issued $25,200,000	21,900,000	23,140,000
Real estate obligations	1,355,635	1,216,531
	$24,593,135	$26,144,031
stockholders' equity		
Capital stock of Rexall Drug, Inc. Authorized — 5,000,000 shares, par value $2.50 each Issued — 3,501,120 shares	$ 8,752,800	$ 8,752,800
Other paid in capital	10,641,669	10,641,669
Earnings retained and used in the business, per accompanying statement (under indentures securing long term indebtedness, $1,710,000 of the retained earnings at December 31, 1953 is not restricted as to payment of dividends)	25,254,021	22,797,821
	$44,648,490	$42,192,290
Less—Cost of capital stock of Rexall Drug, Inc. acquired and held by a subsidiary — 1,000 shares in 1952		5,439
Total Stockholders' Equity	$44,648,490	$42,186,851
	$89,361,639	$86,415,865

At December 31, 1953 the companies were committed under some 200 leases expiring more than three years after that date with minimum annual rentals of approximately $3,300,000. Less than 3 per cent of this amount relates to leases expiring more than 25 years after December 31, 1953.

REXALL DRUG, INC.

Consolidated Statistical Summary

financial operations*

	1953	1952	1951	1950	1949
Net sales	$189,244	$178,293	$164,278	$153,643	$156,364
Earnings (loss) before Federal and Canadian income taxes and special items	$ 6,456	$ 3,960	$ 3,917	$ 3,699	$ (1,715)
Federal and Canadian income taxes (credit)	$ 3,300	$ 2,000	$ 2,000	$ 1,675	$ (465)
Net earnings (loss)	$ 3,156	$ 1,960	$ 1,917	$ 2,024	$ (1,250)
Earnings (loss) per share of common stock	90¢	56¢	55¢	58¢	(36¢)

financial position*

	1953	1952	1951	1950	1949
Cash and marketable securities	$ 12,593	$ 10,012	$ 13,446	$ 8,556	$ 14,399
Accounts receivable	15,130	12,849	10,278	12,153	8,836
Inventories	37,225	38,247	36,274	39,433	34,284
Current Assets	$ 64,948	$ 61,108	$ 59,998	$ 60,142	$ 57,519
Less: Current Liabilities	20,120	18,085	17,688	17,469	15,027
Working Capital	$ 44,828	$ 43,023	$ 42,310	$ 42,673	$ 42,492
Property, machinery and equipment (net)	$ 20,440	$ 21,224	$ 21,752	$ 20,499	$ 20,185
Investments, advances, prepaid expenses, etc.	3,974	4,084	4,195	4,182	3,787
Less: Real estate obligations	1,356	1,216	1,242	353	147
Other long term indebtedness	23,238	24,928	26,378	27,785	29,260
Reserves	none	none	none	151	834
Stockholders' equity	$ 44,648	$ 42,187	$ 40,637	$ 39,065	$ 36,223
Stockholders' equity—amount per share	$ 12.75	$ 12.05	$ 11.67	$ 11.22	$ 10.45
Number of stockholders	15,435	16,225	17,033	17,582	19,554

*In Thousands of Dollars

1953

officers

directors

Earl E. Anderson	Montclair, N. J.
C. Earl Cooper	Los Angeles, Calif.
Justin W. Dart	Los Angeles, Calif.
Paul A. Draper	Boston, Mass.
Joseph A. Galvin	Los Angeles, Calif.
James Knowles, Jr..	St. Louis, Mo.
F. Thatcher Lane	New Haven, Conn.
Walter T. Lillie	Los Angeles, Calif.
James L. Richards	Boston, Mass.
Adé Schumacher	New York, N. Y.
James E. Shelton	Los Angeles, Calif.
Malcolm Smith	Los Angeles, Calif.
Vernon F. Taylor	San Antonio, Texas
Thomas Wolfe	Los Angeles, Calif.

executive committee

Justin W. Dart, Chairman	Los Angeles, Calif.
Earl E. Anderson	Montclair, N. J.
Malcolm Smith	Los Angeles, Calif.
Vernon F. Taylor	San Antonio, Texas

officers

Joseph A. Galvin	Chairman of the Board
Justin W. Dart	President
C. Earl Cooper	Vice-President
Scott J. Dow, Jr.	Vice-President
James Knowles, Jr..	Vice-President
F. Thatcher Lane	Vice-President
Walter T. Lillie	Vice-President and Treasurer
Rudolph J. Drews	Controller
Harold E. Price	Secretary

transfer agents—Guaranty Trust Company of New York, New York—State Street Trust Company, Boston—Bank of America National Trust & Savings Association, Los Angeles

registrars—The Chase National Bank of the City of New York, New York—The National Shawmut Bank of Boston, Boston—California Trust Company, Los Angeles

independent auditors—Price Waterhouse & Co.

general headquarters—Rexall Square, 8480 Beverly Blvd., Los Angeles 54, California

Rexall

1953